

**AG ANADOLU GROUP HOLDİNG A.Ş.****Anadolu Group Working Principles– Annex****Purpose**

The purpose of generating this document which is included as a supplement to the “Working Principles” is to remind the members of the Board of Directors and Audit committees as well as all the employees, of the companies within our Group of the respective obligations arising from the laws and regulations as mentioned below, and, further, to provide information regarding any additional regulations relevant to the penal sanctions as may arise in case of breach by the companies of the provisions imposed on public companies.

Scope

The obligation to fulfill the matters as envisaged pursuant to the present document shall cover all the members of the Boards of Directors and Audit committees as well as employees within our Company.

Legal Basis

The set of rules included herein shall be based upon the Corporate Governance Principles as put into effect for public joint stock companies by the Capital Market Board (CMB), and other relevant CMB regulations, and the Code of Ethics of our Company, and the corporate culture.

Using Duties and Authorities for Personal Gain, Confidentiality

The act of using non-public information for personal or third-party gain in a way that disrupts equality of opportunity in the capital market defined as "Insider Trading" is described as a criminal offense under Articles 47 and 47(A)1 of the Capital Markets Law.

These criminal provisions include penalties ranging from imprisonment for two to five years, judicial fines of five thousand to ten thousand days, and administrative fines ranging from fifteen thousand to one hundred thousand Turkish Lira.

Within this framework, employees, at all levels, must refrain from engaging in transactions or intermediating such transactions that result in financial or non-financial benefits for themselves, their relatives, or third parties, with respect to offenses related to insider trading (affecting the value of capital market instruments) or market manipulation (artificially influencing the supply and demand of capital market instruments), as well as other capital market crimes.

Such actions are not only subject to mandatory reporting to relevant authorities as legal offenses but may also be subject to administrative decisions imposed by the companies.



The Board of Directors and Audit Committee members and all the employees may not use any information, public or confidential, as obtained, in order to provide benefit of an economic, political or social nature, whether for their own selves, their relatives or third parties, and whether directly or indirectly; nor disclose such to any institution, establishment or person, except for competent authorities, or to their own selves, their relatives or third parties, and whether directly or indirectly; and shall comply with all the legal restrictions including the prohibitions as stipulated by the Capital Market Law and follow all the relevant laws and regulations.

Blackout Period As summarized above, in addition to the obligations arising from the relevant laws and regulations, a "Blackout Period" application shall be adopted, in our company, during which the members of the board of directors and Audit committees and the employees as included in the list of those having access to insider information may not carry out transactions on the capital market instruments of the company they are related to.

The Blackout Period begins three weeks prior to the announcement of financial results for the 3-month, 6-month, and 9-month interim periods, and four weeks prior to the announcement of annual financial statements. It ends with the disclosure of financial statements for each respective period.

The start and end dates of The Blackout Period are published under the "Investor Calendar" section on the relevant company's website once the announcement dates for financial statements are finalized.

The announcement dates of the financial statements and the corresponding prohibited periods are finalized at least four weeks prior to the disclosure of the financial statements and communicated to relevant parties via the "Investor Calendar."

In our publicly traded companies, individuals listed as having access to insider information are required to sign a declaration stating they have received and read this document concerning the implementation of The Blackout Period.

Effective Date

The rules laid down in the present document have been brought into effect under the resolution of the Board of Directors of Adel Kalemçilik Ticaret ve Sanayi A.Ş. dated June 17, 2009 and have been announced at the Company website as of the same date.